

28 February 2022

Dear Shareholder

Chimeric Therapeutics Limited – Entitlement Offer – Notice to Eligible Retail Shareholders

On 21 February 2022, Chimeric Therapeutics Limited (**Chimeric**) announced an equity raising through a 1 for 3.15 accelerated, non-renounceable entitlement offer of fully paid ordinary shares in Chimeric (**New Shares**) (and 1 option for every New Share with an exercise price of \$0.255 and an expiry date of 31 March 2024) to raise approximately \$18.1 million (**Entitlement Offer**).

The Board intends to use the proceeds of the Entitlement Offer to fund payments under the Company's licence and sponsored research agreements as well as Phase I clinical trials. Funds will also be applied for ongoing working capital and the costs of the Entitlement Offer.

Summary of key terms of the Entitlement Offer

Under the retail component of the Entitlement Offer (**Retail Entitlement Offer**), Eligible Retail Shareholders (defined below) will be invited to subscribe for 1 New Share for every 3.15 existing Chimeric ordinary shares (and 1 option for every New Share with an exercise price of \$0.255 and an expiry date of 31 March 2024) held at 7.00pm (Sydney time) on Wednesday, 23 February 2022 (**Record Date**) at an offer price of \$0.17 per New Share (**Entitlement**).

The Entitlement Offer comprises:

- 1 an institutional component (**Institutional Entitlement Offer**); and
- 2 the Retail Entitlement Offer.

Eligibility of shareholders to participate in the Retail Entitlement Offer

You are being sent this letter because Chimeric believes you are an Eligible Retail Shareholder. An Eligible Retail Shareholder means a holder of Chimeric Shares at 7.00pm (Sydney time) on the Record Date who:

- has a registered address on the Chimeric share register in Australia or New Zealand, is an Institutional Investor in another Permitted Jurisdiction, or is a Shareholder that Chimeric has otherwise determined is eligible to participate;
- is not in the United States and is not a person (including nominee or custodian) acting for the account or benefit of a person in the United States;
- was not invited to participate in the Institutional Entitlement Offer and was not treated as an Ineligible Institutional Shareholder under the Institutional Entitlement Offer; and
- is eligible under all applicable securities laws to receive an offer under the Retail Entitlement Offer without any requirement for a prospectus to be lodged or registered.

The Retail Entitlement Offer is being made by Chimeric in accordance with section 713 of the *Corporations Act 2001* (Cth). Chimeric lodged a prospectus for the Retail Entitlement Offer with the Australian Securities and Investments Commission on 21 February 2022.

If you are not an Eligible Retail Shareholder you cannot participate in the Retail Entitlement Offer. Chimeric will notify those shareholders who are not Eligible Retail Shareholders.

Further details about the Retail Entitlement Offer

Eligible Retail Shareholders who take up their full Entitlement, may subscribe for additional New Shares from a pool of those not taken up by Eligible Retail Shareholders as at the closing date of the Entitlement Offer (**Top Up Facility**). There is no guarantee that applicants under the Top Up Facility will receive the number of New Shares applied for under the Top Up Facility, or any. The Directors reserve the right to allot and issue New Shares under the Top Up Facility at their discretion.

The Entitlement Offer is non-renounceable. Accordingly, Entitlements cannot be traded on the ASX, nor can they be transferred or otherwise disposed of.

Fractional Entitlements will be rounded down to the nearest whole number of New Shares and holdings on different registers or sub-registers will not be aggregated to calculate Entitlements.

Shareholder approval is not required for Chimeric to make the offer under the Retail Entitlement Offer.

Prospectus

On 28 February 2022, you will be sent a prospectus and personalised entitlement and acceptance form which contains important information about the Entitlement Offer and sets out the number of New Shares you are entitled to purchase under the Retail Entitlement Offer. A copy of the prospectus is also available on the ASX website at www.asx.com.au and Chimeric's website at www.chimerictherapeutics.com.

Key dates¹

Chimeric expects the Entitlement Offer to be conducted according to the following timetable.

| Event | Date |
|---|------------------|
| Prospectus date | 21 February 2022 |
| Announcement of the Entitlement Offer | 21 February 2022 |
| Announcement of results of Institutional Entitlement Offer | 23 February 2022 |
| Record Date for Retail Entitlement Offer (7.00pm, Sydney time) | 23 February 2022 |
| Settlement of the Institutional Entitlement Offer | 28 February 2022 |
| Prospectus and Entitlement and Acceptance Form despatched to Eligible Retail Shareholders | 28 February 2022 |
| Retail Entitlement Offer opens | 28 February 2022 |
| Allotment of New Shares under the Institutional Entitlement Offer | 1 March 2022 |

¹ All dates and times are subject to change and are indicative only. All times are to Sydney time. Chimeric, with the consent of Bell Potter Securities Limited (acting as lead manager in connection with the Entitlement Offer), reserves the right to vary and withdraw these dates and times without notice. Chimeric may close the Retail Entitlement Offer early, withdraw the Retail Entitlement Offer, or accept late applications. In that event, the relevant application monies (without interest) will be returned in full to applicants.

| Event | Date |
|---|---------------|
| Quotation of New Shares under the Institutional Entitlement Offer | 1 March 2022 |
| Retail Entitlement Offer closes (5.00pm, Sydney time) | 11 March 2022 |
| Announcement of results of Retail Entitlement Offer and under-subscriptions | 16 March 2022 |
| Allotment of New Shares and New Options issued under the Retail Entitlement Offer | 18 March 2022 |
| Allotment of New Options under the Institutional Offer | 18 March 2022 |
| Despatch of holding statements for New Shares and New Options issued under the Retail Entitlement Offer, and New Options issued under the Institutional Offer | 21 March 2022 |
| Normal ASX trading for New Shares and New Options issued under the Retail Entitlement Offer, and New Options under the Institutional Offer, commences | 21 March 2022 |

Further information

If you have any queries, please call share registry, Boardroom Pty Ltd, on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia), or visit Chimeric's website at www.chimerictherapeutics.com.

On behalf of the Directors, I thank you for your continued support of Chimeric.

Yours sincerely

Mr Phillip Hains & Mr Nathan Jong
Joint Company Secretaries
Chimeric Therapeutics Limited

Important information

This letter does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of the New Shares in any jurisdiction outside Australia or New Zealand. In particular, the New Shares have been, and will not be, registered under the United States Securities Act of 1933 (the 'US Securities Act') or the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements in the Entitlement Offer may only be taken up by, and the New Shares in the Entitlement Offer may only be offered or sold to, directly or indirectly, certain persons outside the United States in 'offshore transactions' (as defined in Rule 902(h) of Regulation S under the US Securities Act) in reliance on Regulation S under the US Securities Act.